

NEW ENGLAND PINTO HORSE ASSOCIATION, INC.

CONSTITUTION

Revised as of 11/2010

ARTICLE I: NAME

This organization shall be named the New England Pinto Horse Association, Inc. The official abbreviation shall be N.E.Pt.H.A. This organization is subject to the directives and rules established by the Executive Committee and the Board of Directors of the Pinto Horse Association of America, Inc.

ARTICLE II: PURPOSE

The purpose of this nonprofit organization shall be the promotion of the Pinto horse through horse shows, trail rides and other events. The promotion of horsemanship, horse husbandry and sportsmanship is encouraged. It shall further the purpose of the Pinto Horse Association of America, Inc. on a local level in a manner prescribed by the national association, thereby assisting the national association to continue its promotional work on a national and international bases. The local association shall carry out all social endeavors so important and necessary to the promotion of the Pinto horse. Each organization shall be an autonomous division of PtHA. It shall promote the use of the Registry Book of the PtHA as the official registry of the Pinto Horse of America.

ARTICLE III: DISSOLUTION

Upon the dissolution of the corporation, the Board of Directors shall after paying or making provision for the payment of, all the liabilities of the corporation dispose of all the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization(s) organized and operated exclusively for agricultural purposes as shall at the time qualify as exempt organization(s) under Section 501.C (5) of the Internal Revenue Code of 1954 (or the corresponding provisions of any future United States Internal Revenue Law), as the Board of Directors shall determine. The Pinto Horse Association of America, Inc., Fort Worth, Texas, is to be given first consideration. In no case shall any monies or properties of the corporation be dispersed among the membership.

ARTICLE IV: MEMBERSHIP

Membership shall consist of breeders, owners, and exhibitors of the Pinto horse and any persons interested in the promotion of the Pinto horse. Membership shall consist of Individual, Junior and Family. New England Pinto members, who are also eligible to vote in the Pinto Horse Association of America, Inc. shall be subject to the directives of their rules.

Section I: Family Membership

Family membership shall consist of a husband and/or wife and all unmarried children eighteen (18) years old and under as of January 1. Their immediate family also includes persons under their guardianship or custody who reside at the same address. Family Membership in the New England Pinto Horse Association, Inc. shall carry one vote in New England affairs which shall be cast by persons at least nineteen (19) years of age as of January 1 who are included under that Family Membership.

Section II: Junior Membership

Junior Membership shall consist of an individual eighteen (18) years of age and under as of January 1. These memberships do not carry a vote.

Section III: Individual Membership

Individual Membership shall consist of persons not included in a Family Membership or Junior Membership. Each Individual membership in the New England Pinto Horse Association, Inc. shall entitle

said member to one vote in New England Affairs by persons at least nineteen (19) years of age as of January 1.

ARTICLE V: OFFICERS AND BOARD OF DIRECTORS

Section I: Qualifications and Term

The Officers and Board of Directors shall be elected from the membership and must be at least nineteen (19) years of age as of January 1 and a member in good standing on January 30 of the year of the election. Any Officer or Board of Director who resigns or is removed from their office shall not be eligible for election to another Officer or Board of Directors position for three (3) full years following resignation. An Officer or Board of Director must maintain membership in good standing of PtHA and NEPtHA and shall be removed from office immediately if good standing is not maintained. Any Officer or Board of Director who is serving as a representative of the Charter to the Pinto Board of Directors may be requested to resign their seat to the Pinto Board of Directors.

Section II: Officers

The officers shall be President, Vice President, Secretary, and Treasurer, who shall comprise the Executive Committee and together with the Board of Directors shall be responsible for the routine administration and management of the organization. The duration of office shall be for one year from the Fall Meeting to the next Fall Meeting and / or until their successors had been elected and shall have qualified. In order to hold an office in this Charter Association the Executive Committee and Board of Directors shall be, or become within 30 days of election, members of the Pinto Horse Association of America, Inc. and must maintain membership in good standing of the Charter and PtHA.

The President and Vice President, after routine nomination, shall be elected at the Fall Meeting each year and may serve any number of consecutive terms. Other officers shall be elected in the same manner and may serve any number of consecutive terms. A person receiving a majority of the votes cast for each office shall be deemed to have been elected.

Section III: Board of Directors

There shall be a Board of Directors consisting of the Executive Committee and no less than 6 or more than 12 directors. A maximum of two directors shall be elected from each of six states, Massachusetts, New Hampshire, Connecticut, Vermont, Maine and Rhode Island. Directors will serve a two (2) year term from Fall Meeting to Fall Meeting of the following year. Directors from the same state will have terms ending in alternating years, so as not to terminate their positions in the same year. The Board of Directors shall meet to formulate the policy of this organization. Only a past President who has served as president for two (2) consecutive years shall sit as Chairman of the Board of Directors, and the member who meets these qualifications most recently shall so sit. The Board of Directors shall meet at the call of the Chairman and at least twice a year at a time and place set by them. Special meetings may be called by the Executive Committee and / or the Board of Directors at such times as thought advisable. Such special meetings may not supersede regular meetings except when especially provided for. In case of any vacancy in the Board of Directors by death, resignation or any other cause, the President and Board shall appoint a successor to serve the remainder of the un-expired term. The successor shall be from the same area in which the vacancy occurs if there is an eligible and willing member from that region. If no member from that area is eligible or willing to be appointed, the President and the Board shall appoint another eligible and willing member from the general membership as long as that member meets the requirements to hold a Board of Directors position. The Youth Club may have one Youth and one Youth Advisor as non-voting representatives sitting on the Board of Directors.

ARTICLE VII: AMENDMENTS

Any proposed amendment of this Constitution must be submitted in writing to the Executive Committee by a member in good standing. The Executive Committee will be responsible for preparing the recommended amendment for submission to the Board of Directors for action. If the proposed amendment is approved by two-thirds (2/3) of the Board of Directors, it shall be submitted to the membership for vote at one of the Semi Annual Fall or Spring Meetings. A written notice of intention to revise or amend, and the recommended amendment to be revised or amended will be mailed and/or published in the official newsletter at least fourteen (14) days in advance of the meeting. The amendment will become effective only upon the affirmative vote by two-thirds (2/3) of the membership present; or by 10% of the total voting membership, whichever is larger.

ARTICLE VIII: EXCEPTIONS

Article I and Article II of this Constitution may not be amended or altered in any form or manner by this affiliated association.

This Constitution lays down the principles of the organization. The by-laws concern chiefly the method of procedure rather than basic principles. These by-laws are more easily amended than the Constitution, and their amendment need not in any way affect this main purpose of the organization.

NEW ENGLAND PINTO HORSE ASSOCIATION, INC.

BY - LAWS

ARTICLE I: MEMBERSHIP

Section 1: Application

Applications of proposed new members, along with the proper fee, shall be submitted to the Secretary in writing. Upon acceptance by the Executive Committee the applicant shall immediately become a member entitled to all of the rights, and privileges afforded any member in good standing.

Section 2: Types of Membership

- A. Family membership shall consist of a husband and/or wife and all unmarried children eighteen (18) years old and under as of January 1. Their immediate family also includes persons under their guardianship or custody who reside at the same address.
- B. Junior membership shall consist of an individual eighteen (18) years of age and under as of January 1ST.
- C. Individual membership shall consist of persons not included in a Family membership or junior membership.

Section 3: Expulsion

Any member in good standing may file charges against any other member for conduct likely, in their opinion, to endanger the welfare or character of this organization. A grievance must be filed within ten (10) days of occurrence. A fee of twenty-five (\$25) dollars must accompany written grievance to the Secretary. The fee will be refunded upon finding the grievance just otherwise the fee will go into treasury. The accused must be given thirty (30) days time in which to prepare and present their defense. A Grievance Committee comprised of three to five (3-5) members in good standing, not officers or directors, will receive complaint(s) and act accordingly. All parties involved in a grievance shall have the right to appear before the Committee to air and defend their case at a time approved by all involved. Upon approval of the Grievance Committee, grievance may be submitted to the Executive Committee whose decision shall be final.

ARTICLE II: DUES

Section 1: Class of Membership

Annual Membership dues shall be \$25 per family, \$22 per single member 19 years and over, \$20 per junior member under 19 years. Dues for each succeeding year shall be the same. A new member joining the organization within the last sixty- (60) days preceding the end of the calendar year shall automatically be considered to have paid his dues for the ensuing year.

Section 2: Reinstatement

A member, who has dropped from the active membership roll for any reason, in order to become

reinstated, shall make a new application for membership.

Section 3: Notification

All members shall be notified by the Secretary of the time and place of any general membership meeting at least two (2) weeks or more prior to said meeting.

Section 4:

A membership fee is neither transferable nor refundable.

ARTICLE III: INDEBTEDNESS

Any member will be suspended for indebtedness and no points will be awarded until the debt is paid, plus a twenty dollar (\$20) fee for returned checks and any other collection costs. All points prior to the suspension will be scored, but no points earned during the suspension will be allowed. Disallowed points will no be credited when the debt is paid. A grace period of 15 days from the date of indebtedness will be given in which to settle non-payment of dues, non-payment of bad debts, and non-return of challenge trophies or for non-replacement of same.

ARTICLE IV: DUTIES OF OFFICERS

Section 1: President

The President shall:

Preside at all meetings of the Executive Committee, and the membership. He/She shall exercise general supervision and management over all affairs of the organization. He/She shall serve as an ex-official member on all standing committees, and may vote only to break a tie therein, except the Nominating Committee.

Section 2: Vice President

The Vice President shall:

Preside in the absence of the President. He/She shall be Chairman of Finance Committee and insure submission of the annual budget to the Board of Directors. He/She shall present the approved budget to the membership at the Fall Meeting ratification.

Section 3: Secretary

The Secretary shall:

- A.** Cause to be kept and maintain the minutes of all meetings of the organization, standing committees, Executive Committee, and the Board of Directors. These minutes shall be an accurate and official record of all business transacted.
- B.** Cause to be kept and maintained accurately, a roster showing names, addresses, and position held in the organization of each active member, and shall publish it semi-annually to the entire membership. A copy of this roster shall be furnished to the national association office (PtHA) after November 1, and not later than November 30 of each year.
- C.** Be custodian of all club records, including monthly financial reports of the Treasurer, and cause to be prepared all correspondence, reports and routine business records of and for the organization.
- D.** Notify each member of all regular meetings, special meetings, and show and social activities.
- E.** Send out notices of Executive Committee and Board of Directors Meetings.

Section 4: Treasurer

The Treasurer shall:

- A.** Receive all organization funds; keep them in a book or repository approved by the Executive Committee.
- B.** Keep faithful records of all receipts and expenditures.
- C.** Provide the Secretary with written monthly reports

D. Disburse the organizations funds.

E. Exhibit and file vouchers for all disbursements, which are pre-approved in writing by the Board of Directors.

F. Shall be a member of the Finance Committee.

Section 5: Removal from Office

If a member of the Board of Directors is absent from three (3) consecutive meetings with out notifying the secretary or another Board of Director Member shall constitute grounds for Automatic removal from office. A new member shall be appointed from the General Membership, by the President with the approval of the Board of Directors.

ARTICLE V: DUTIES OF THE BOARD OF DIRECTORS

The Board of Directors shall be the policy making body of the organization and act upon all important issues brought before the Board by the Executive Committee, and their decision is final unless vetoed at a regular meeting by a two-thirds (2/3) vote of the members present and voting or by 10% of the total voting membership which ever is larger. Five (5) members of the Board of Directors shall constitute a quorum to transact business at any meeting of the Board. The Board of Directors shall approve the annual budget submitted by the Finance Committee, more than two (2) months prior to the Fall Meeting. The budget shall be read at the Fall Meeting for ratification by the membership. The Board of Directors shall provide prior written approvals of all expenditures of the Corporation that are in excess of one hundred dollars (\$100).

ARTICLE VI: COMMITTEES

Committees, other than the standing committees, shall be appointed and assigned responsibilities by the President. The grievance committee is one of these committees.

ARTICLE VII: STANDING COMMITTEES

There shall be four standing committees, the chairman of which will be appointed by the President at a regular meeting. The committees and their responsibilities are:

Section 1: Nominating Committee

This committee shall consist of a Chairman, appointed by the President at the Spring Meeting and at least two (2) members appointed by the Chairman. The committee will meet on call of the Chairman and will be constantly on the alert for potential officer material within the membership. At least four weeks prior to the Fall Meeting the committee shall submit their slate of candidates to the secretary. The presentation of this slate does not preclude nominations from the floor. **(See ARTICLE VIII, Section 4: Voting)**

Section 2: Events Committee

This committee shall consist of a Chairman, appointed by the President at the Fall Meeting and at least four (4) members appointed by the Chairman. The committee shall meet at the call of the Chairman, prior to any event; show, trail ride, or other activity deemed to require the services of aid committee. They will prepare a recommended program and budget for events sponsored and present said program and budget to the Executive Committee who will review the program for presentation to the membership.

Section 3: Membership Committee

This committee shall consist of a Chairman, appointed by the President at the regular business meeting just prior to the Fall Meeting and at least two (2) members appointed by the Chairman. The committee shall meet at the call of the Chairman and shall publish eligibility requirements for membership consistent with the purpose of this organization. The committee shall plan and execute a program for the activity promoting membership among those persons considered eligible for membership. Such programs should include, but not be limited to, the establishment of appropriate booths at fairs, horse shows, and other related activities.

Section 4: Finance Committee

This committee shall consist of a Chairman, who shall be the Vice President of this organization and three (3) members appointed by the Chairman, one of whom shall be the Treasurer of this organization. The finance committee shall prepare an annual budget for the following fiscal year for presentation to the Executive Committee and the Board of Directors prior to the Fall Meeting. This budget, when

approved by the Board of Directors, will be the plan for managing all assets of this organization. The budget must be approved by the Board of Directors more than two (2) months prior to the Fall Meeting. The finance committee shall cause to be held each year at least two (2) months prior to the Fall Meeting, a comprehensive audit and inventory for all financial records and assets of the organization.

Section 5: Financial Authorization

No committee, standing or otherwise, and no individual member, shall commit the corporation for any expenditure, nor make expenditure for or on behalf of the Corporation, in excess of one hundred (\$100) dollars without the prior written approval of the Board of Directors.

ARTICLE VIII: MEETINGS

Section 1:

This organization shall meet two (2) times a year at the time and location designated by the Executive Committee.

Section 2:

Semi-Annual meetings shall be held in the spring and fall of each year. The spring meeting shall be the meeting for hearing the annual reports from all the officers and committees. The fall Meeting is for the election of officers and for the ratification of the budget for the ensuing year.

Section 3: Procedure

At least four (4) weeks prior to the date set for the Spring Meeting the President shall appoint a Nominating Committee Chairperson. The committee Chairperson shall form a committee consisting of at least three (3) members, if possible the members of this committee shall be past Presidents.

Section 4: Voting

The Secretary will prepare and mail to members in good standing a ballot stating the date, time and place of the Fall Meeting; the names of candidates proposed by the Nominating Committee, and space for a write-in vote for each office. Ballots to members must be postmarked at least fourteen (14) days prior to the date of the Fall Meeting. Ballots to contain self-addressed Envelope bearing name and address of nominating committee chairperson. Ballots may be mailed as specified above or brought to the Fall Meeting where ballots will be accepted until the polls are closed. No ballots will be opened until after closing the polls. Nominating Committee Chairperson and at least one other member of the Nominating Committee will make the official count. No ballots received after the polls are closed will be considered. All nominees must signify willingness to accept office.

Section 5:

Special meetings may be called by the Executive Committee and/or Board of Directors at such time as thought advisable. Such special meetings may not supersede regular meetings except when especially provided for.

ARTICLE IX: QUORUM

Section 1: Membership Meeting .

Ten percent (10%) of the voting membership constitutes a quorum at a regular meeting for the transaction of business. If only ten percent (10%) of the voting membership is present, all votes must be unanimous.

Section 2: Board of Directors

Five (5) members of the Board of Directors shall constitute a quorum in order to conduct business at any meeting of the Board.

Section 3: Executive Committee

Three (3) members of the Executive Committee shall constitute a quorum in order to conduct business at any meeting of the Executive Committee.

ARTICLE X: ORDER OF BUSINESS

Order of business at all meetings of the organization shall be as follows:

- 1 Meeting called to order by the President or Chairman
- 2 Roll Call by the Secretary

- 3 Ascertain if a quorum is present by the Secretary
- 4 Reading of the minutes of previous meeting by the Secretary
- 5 Treasurer's Report
- 6 Committee Reports by the Chairmen
- 7 Reading of Communications and Bills
- 8 Old Business
- 9 Election of Officers (Fall Meeting)
- 10 Installation of Officers (Fall Meeting)
- 11 New Business
- 12 Ratification of Budget (Fall Meeting)
- 13 Appointment of Committee Chairman
- 14 Program
- 15 Adjournment

ARTICLE XI: RULES OF ORDER

In the event that any part of this constitution should conflict with the rules and regulations of the Pinto Horse Association of America, Inc., their rules and regulations shall prevail. This organization shall govern its procedure by "Roberts Rules of Order, Revised" in all points not covered herein or provided by the Pinto Horse Association of America, Inc. Rules and Regulations, a copy of each shall be available at all times.

ARTICLE XII: TRIAL BOARD

The Board of Directors shall act as trial board for this organization. All questions of this nature must be handled by the Board of Directors except as provided in Article, Section 3 of these by-laws.

ARTICLE XIII: AMENDMENT

Any amendment to these by-laws may be proposed in writing at any regular meeting, shall be approved by a majority of those present and voting at the following meeting, if, in the meantime, the proposed amendment has received approval of the Executive Committee.